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*Groove/General  
correspondence*

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July 24, 2000

File No. 22187-001 ←

Joanne Nici  
Don Buchwald & Associates  
10 East 44th Street  
New York, N.Y. 10017

**Re: Groove Actor Agreement – Hamish Linklater**

Dear Joanne:

Enclosed for your records is an originally executed copy of the Side Letter dated as of August 5, 1999, relating to the acting services of Hamish Linklater in the motion picture *Groove*.

Sincerely,

  
Marie Hadji

Enc.

cc: Danielle Renfrew and Greg Harrison  
Alexander P. Kohner, Esq.

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GROOVE, LLC  
2507 Bryant Street  
San Francisco CA 94110

Dated as of August 5, 1999

Hamish Linklater  
c/o Don Buckwald and Associates  
Attn: Joanne Nici  
10 East 44<sup>th</sup> Street  
New York, N.Y. 10017

Re: Hamish Linklater / *Groove*

Dear Mr. Linklater:

Reference is made to the Screen Actors Guild Employment of Performer for Limited Exhibition Film for Theatrical Motion Pictures, dated as of August 5, 1999 (the "Agreement") by and between Groove, LLC ("Producer") and Hamish Linklater ("Player"), and that certain Deal Memorandum, dated as of August 5, 1999, by and between Producer and Player (the "Deal Memo"), as amended by that certain Amendment (the "Amendment") by and between Producer and Player, dated as of August 5, 1999, relating to Player's acting services in connection with the motion picture entitled "Groove" (the "Picture").

As a material inducement to you to enter into the Agreement, the Deal Memo, and the Amendment, the undersigned hereby represents, warrants and agrees as follows:

1. Producer has not entered into any agreement or agreements with any actor or actors providing acting services in connection with the Picture providing for the payment of merchandising royalties, of any kind, resulting from the Picture to any of such actor or actors.

GROOVE, LLC

By: 

Its: Manager